

July 23, 2002
Invoice 514742 Page 3

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: ACCOUNTS RECEIVABLE
NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.
P.O. DRAWER 11009
COLUMBIA, SOUTH CAROLINA 29211-2000
TELEPHONE (803) 799-2000

For Services Through 06/29/02

Our Matter # 02399/06031
Li Tungsten

Fees for Professional Services	\$428.00
Charges for Other Services Provided/Expenses Incurred	\$0.00
Net current billing for this invoice	<u>\$428.00</u>

WIRING INSTRUCTIONS

Account Name: Nelson Mullins Riley & Scarborough, L.L.P.
Columbia Operating Account
ABA#: 053200666
Account #: 04032 24077 01
Bank: National Bank of South Carolina (NBSC), Sumter, SC

<u>ACCOUNTS RECEIVABLE RECAP</u>			
Original Invoice Number	Invoice Date	Invoice Amt	A/R Balance
464596	09/12/2001	229.55	45.90
467973	09/27/2001	11,931.20	2,195.40
469744	10/09/2001	388.25	388.25
478653	11/29/2001	2,539.60	507.80
481800	12/14/2001	662.80	132.50
484322	01/29/2002	567.58	567.58
493890	03/14/2002	563.72	563.72
498384	04/16/2002	1,287.67	1,287.67
499682	04/23/2002	344.50	344.50
514742	07/23/2002	428.00	428.00
TOTAL A/R BALANCE			\$6,461.32

NELSON

Nelson Mullins Riley & Scarborough, L.L.P.

MULLINS

NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.

ATTORNEYS AND COUNSELORS AT LAW

TAX ID NO. 57-0215445

POST OFFICE BOX 11070

COLUMBIA, SOUTH CAROLINA 29211

TELEPHONE (803) 799-2000

W. R. Grace & Co.
ATTN: Lydia Duff, Esq.
Senior Environmental Counsel
7500 Grace Drive
Columbia, MD 21044

July 23, 2002
Invoice 514743 Page 1

Our Matter #	02399/06032	For Services Through 06/29/02
WR Grace #	063-KL-721490-01-0501221	
Name of Matter:	Charleston	

06/02/02	Review Information provided by DHEC relating to support for requirement for excavation of landfill. R.T. CARLISLE	1.20 hrs.	220.00/hr	\$264.00
06/03/02	Review items raised by Mr. Bucens' e-mail with respect to imminent DHEC release of remedy selection and proposal for public hearing on June 20, 2002 (0.3); review items with Mr. Bucens (0.3). B.F. HAWKINS	0.60 hrs.	240.00/hr	\$144.00
06/03/02	Review documents provided by DHEC pursuant to Freedom of Information request relating to requirement for landfill excavations and outline results of review. R.T. CARLISLE	3.80 hrs.	220.00/hr	\$836.00
06/04/02	Continue reviewing documents provided by DHEC pursuant to Freedom of Information request relating to requirement for landfill excavations and outline results of review. R.T. CARLISLE	0.70 hrs.	220.00/hr	\$154.00
06/10/02	Discussion with Mr. Bucens regarding status of development/sale meetings. D.M. CLEARY	0.20 hrs.	290.00/hr	\$58.00
06/17/02	Review information regarding DHEC's decision on remedy and ARARs (0.7); review research assignment with Attorney Carlisle to evaluate ARARs versus those provided in Feasibility Study (0.2); review comparison of ARARs provided by RMT (0.3). B.F. HAWKINS	1.20 hrs.	240.00/hr	\$288.00
06/18/02	Review information regarding public hearing provided by Mr. Bucens (0.3); review ARAR research issue with Attorney Carlisle (0.2); review status of items with Ms. Duff (0.2). B.F. HAWKINS	0.70 hrs.	240.00/hr	\$168.00
06/18/02	Review public notice, information on differences in ARARs and explanation of selection of alternative 8 as preferred remedy (0.8); review regulations on public comment period to determine whether PRP may comment then (1.1). R.T. CARLISLE	1.90 hrs.	220.00/hr	\$418.00
06/19/02	Review information regarding Fact Sheet and remedy selection (1.2); evaluate information on ARAR selection in preparation for public meeting (1.6).			

W. R. Grace & Co.

July 23, 2002
Invoice 514743 Page 2

	B.F. HAWKINS	2.80 hrs.	240.00/hr	\$672.00
06/19/02	Continue review of information on sites that DHEC asserts supports the imposition of remedial goals and requirements for this site. R.T. CARLISLE	0.60 hrs.	220.00/hr	\$132.00
06/19/02	Review DHEC information on public hearings (0.8); review ARAR information and compare DHEC's current remedial goals with current surface water and groundwater quality standards (1.3); confer with Attorney Hawkins regarding same (0.4). R.T. CARLISLE	2.50 hrs.	220.00/hr	\$550.00
06/20/02	Prepare for and travel to Charleston for public hearing on remedy selection (2.3); meet with Mr. Bucens, Mr. Obradovic and Attorney Cleary to discuss issues for public hearing (1.3); review facts sheet and remedy summary in preparation for hearing (1.1); attend hearing (2.3); follow-up discussion with Mr. Bucens, Mr. Obradovic, Ms. Saucier and Attorney Cleary (0.7); return to Columbia (2.1). B.F. HAWKINS	9.80 hrs.	240.00/hr	\$2,352.00
06/20/02	Consultation with client regarding DHEC public meeting. D.M. CLEARY	1.00 hrs.	290.00/hr	\$290.00
06/20/02	Continue review of documents for sites identified by DHEC as being precedent for decisions made by DHEC affecting this site. R.T. CARLISLE	2.60 hrs.	220.00/hr	\$572.00
06/21/02	Office conference with Attorney Cleary regarding public hearing, objections, experience with DHEC on remedy monitoring and required percentages of decrease in constituents of concern, NCP compliance, and outline of objections to preserve arguments when ROD is issued. N.J. SMITH	0.40 hrs.	250.00/hr	\$100.00
06/21/02	Review research issues (0.3); discussion of same with Attorney Cleary (0.3). B.F. HAWKINS	0.60 hrs.	240.00/hr	\$144.00
06/21/02	Complete review of FOIA'd documents claimed to be pertinent to DHEC's actions with respect to this site. R.T. CARLISLE	2.80 hrs.	220.00/hr	\$616.00
06/23/02	Draft memorandum to Attorney Hawkins relating to review of documents for sites identified by DHEC as constituting precedent for clean-up standards required by DHEC at this site. R.T. CARLISLE	1.70 hrs.	220.00/hr	\$374.00
Fees for Legal Services.....				\$8,132.00

BILLING SUMMARY

	Hours	Rate/Hr	Dollars
N.J. SMITH	0.40	250.00	100.00
B.F. HAWKINS	15.70	240.00	3,768.00
D.M. CLEARY	1.20	290.00	348.00
R.T. CARLISLE	17.80	220.00	3,916.00
TOTAL	35.10	\$231.68	\$8,132.00

CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

W. R. Grace & Co.

July 23, 2002
Invoice 514743 Page 3

05/17/2002	Telephone 1-617-498-4594	0.22
06/03/2002	Telephone 1-617-498-2667	0.99
06/07/2002	Photocopies 2 Page(s)	0.10
06/10/2002	Photocopies 15 Page(s)	0.75
06/17/2002	Photocopies 18 Page(s)	0.90
06/19/2002	Photocopies 4 Page(s)	0.20
06/19/2002	Photocopies 1 Page(s)	0.05
06/19/2002	Photocopies 1 Page(s)	0.05
06/23/2002	Photocopies 3 Page(s)	0.15
06/25/2002	VENDOR: David M. Cleary; INVOICE#: 062102; DATE: 06/25/2002 - Dinner for 4 (Hawkins, Cleary, Bucens, O'Bradovic)	56.05
06/25/2002	VENDOR: Bernard F. Hawkins, Jr.; INVOICE#: 062402; DATE: 06/25/2002 - Mileage reimbursement for trip to Charleston, SC to attend Public Meeting on June 20, 2002	83.30
Total Charges for Other Services Provided/Expenses Incurred		\$142.76

DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
Photocopies	2.20
Outside Services	56.05
Telephone	1.21
Travel	83.30
TOTAL	\$142.76

Net current billing for this invoice **\$8,274.76**

ACCOUNTS RECEIVABLE RECAP

Original Invoice Number	Invoice Date	Invoice Amt	A/R Balance
466690	09/21/2001	1,103.51	209.40
469747	10/17/2001	6,696.45	6,696.45
481662	12/18/2001	14,609.12	524.62
485816	01/24/2002	477.05	477.05
487272	01/31/2002	12,999.68	12,999.68
493891	03/28/2002	9,763.51	9,763.51
498385	04/16/2002	3,438.49	3,438.49
499683	04/19/2002	5,483.68	5,483.68
502858	05/10/2002	5,685.17	5,685.17
508364	06/21/2002	4,710.07	4,710.07
514743	07/23/2002	8,274.76	8,274.76
A/R BALANCE			\$58,262.88

W. R. Grace & Co.

July 23, 2002
Invoice 514743 Page 4**REMITTANCE COPY**

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NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.
 P.O. DRAWER 11009
 COLUMBIA, SOUTH CAROLINA 29211-2000
 TELEPHONE (803) 799-2000

For Services Through 06/29/02

Our Matter # 02399/06032
 Charleston

Fees for Professional Services	\$8,132.00
Charges for Other Services Provided/Expenses Incurred	\$142.76

Net current billing for this invoice **\$8,274.76**

WIRING INSTRUCTIONS

Account Name: Nelson Mullins Riley & Scarborough, L.L.P.

Columbia Operating Account

ABA#: 053200666

Account #: 04032 24077 01

Bank: National Bank of South Carolina (NBSC), Sumter, SC

ACCOUNTS RECEIVABLE RECAP

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TOTAL A/R BALANCE			\$58,262.88

W. R. Grace & Co.

July 23, 2002
Invoice 514743 Page 5

NELSON

Nelson Mullins Riley & Scarborough, L.L.P.

MULLINS

NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.

ATTORNEYS AND COUNSELORS AT LAW

TAX ID NO. 57-0215445

POST OFFICE BOX 11070

COLUMBIA, SOUTH CAROLINA 29211

TELEPHONE (803) 799-2000

W. R. Grace & Co.
ATTN: Lydia Duff, Esq.
Senior Environmental Counsel
7500 Grace Drive
Columbia, MD 21044

July 23, 2002
Invoice 514743 Page 1

Our Matter #	02399/06032	For Services Through 06/29/02
WR Grace #	063-KL-721490-01-0501221	
Name of Matter:	Charleston	

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W. R. Grace & Co.

July 23, 2002
Invoice 514743 Page 2

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Fees for Legal Services.....				\$8,132.00

BILLING SUMMARY

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N.J. SMITH	0.40	250.00	100.00
B.F. HAWKINS	15.70	240.00	3,768.00
D.M. CLEARY	1.20	290.00	348.00
R.T. CARLISLE	17.80	220.00	3,916.00
TOTAL	35.10	\$231.68	\$8,132.00

CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

W. R. Grace & Co.

July 23, 2002
Invoice 514743 Page 3

05/17/2002	Telephone 1-617-498-4594	0.22
06/03/2002	Telephone 1-617-498-2667	0.99
06/07/2002	Photocopies 2 Page(s)	0.10
06/10/2002	Photocopies 15 Page(s)	0.75
06/17/2002	Photocopies 18 Page(s)	0.90
06/19/2002	Photocopies 4 Page(s)	0.20
06/19/2002	Photocopies 1 Page(s)	0.05
06/19/2002	Photocopies 1 Page(s)	0.05
06/23/2002	Photocopies 3 Page(s)	0.15
06/25/2002	VENDOR: David M. Cleary; INVOICE#: 062102; DATE: 06/25/2002 - Dinner for 4 (Hawkins, Cleary, Bucens, O'Bradovic)	56.05
06/25/2002	VENDOR: Bernard F. Hawkins, Jr.; INVOICE#: 062402; DATE: 06/25/2002 - Mileage reimbursement for trip to Charleston, SC to attend Public Meeting on June 20, 2002	83.30

Total Charges for Other Services Provided/Expenses Incurred **\$142.76**

DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
Photocopies	2.20
Outside Services	56.05
Telephone	1.21
Travel	83.30
TOTAL	\$142.76

Net current billing for this invoice **\$8,274.76**

ACCOUNTS RECEIVABLE RECAP

Original Invoice Number	Invoice Date	Invoice Amt	A/R Balance
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498385	04/16/2002	3,438.49	3,438.49
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502858	05/10/2002	5,685.17	5,685.17
508364	06/21/2002	4,710.07	4,710.07
514743	07/23/2002	8,274.76	8,274.76
		A/R BALANCE	\$58,262.88

July 23, 2002
Invoice 514743 Page 4

REMITTANCE COPY

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NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.
P.O. DRAWER 11009
COLUMBIA, SOUTH CAROLINA 29211-2000
TELEPHONE (803) 799-2000

For Services Through 06/29/02

Our Matter # 02399/06032
Charleston

Fees for Professional Services	\$8,132.00
Charges for Other Services Provided/Expenses Incurred	\$142.76
Net current billing for this invoice	<u>\$8,274.76</u>

WIRING INSTRUCTIONS

Account Name: Nelson Mullins Riley & Scarborough, L.L.P.
Columbia Operating Account
ABA#: 053200666
Account #: 04032 24077 01
Bank: National Bank of South Carolina (NBSC), Sumter, SC

<u>ACCOUNTS RECEIVABLE RECAP</u>			
Original Invoice Number	Invoice Date	Invoice Amt	A/R Balance
466690	09/21/2001	1,103.51	209.40
469747	10/17/2001	6,696.45	6,696.45
481662	12/18/2001	14,609.12	524.62
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502858	05/10/2002	5,685.17	5,685.17
508364	06/21/2002	4,710.07	4,710.07
514743	07/23/2002	8,274.76	8,274.76
TOTAL A/R BALANCE			\$58,262.88

NELSON

Nelson Mullins Riley & Scarborough, L.L.P.

MULLINS

NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.

ATTORNEYS AND COUNSELORS AT LAW

TAX ID No. 57-0215445

POST OFFICE BOX 11070

COLUMBIA, SOUTH CAROLINA 29211

TELEPHONE (803) 799-2000

W. R. Grace & Co.
 ATTN: Lydia Duff, Esq.
 Senior Environmental Counsel
 7500 Grace Drive
 Columbia, MD 21044

July 23, 2002
 Invoice 514744 Page 1

Our Matter #	02399/06049	For Services Through 06/29/02
WR Grace #	001-KL-721490-01-501211	
Name of Matter:	Aqua-Tech	

06/21/02	Review request for status update from Ms. Gardner (0.3); request update (0.2); review file information (0.3); forward response (0.2).	
	B.F. HAWKINS	1.00 hrs. 240.00/hr \$240.00
06/21/02	Discuss status of cleanup with Attorney Hawkins (0.2); contact EPA (0.1); contact AquaTech PRP committee chairman (0.3); respond with updated information to Attorney Hawkins (0.2).	
	D.M. CLEARY	0.80 hrs. 290.00/hr \$232.00
Fees for Legal Services.....		\$472.00

BILLING SUMMARY

	Hours	Rate/Hr	Dollars
B.F. HAWKINS	1.00	240.00	240.00
D.M. CLEARY	0.80	290.00	232.00
TOTAL	1.80	262.22	472.00

CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

06/21/2002	Telephone 1-404-562-8793	0.17
06/21/2002	Telephone 1-404-572-4600	0.20
Total Charges for Other Services Provided/Expenses Incurred		\$0.37

DISBURSEMENT SUMMARY

Description	Dollars
Telephone	0.37

W. R. Grace & Co.

July 23, 2002
Invoice 514744 Page 2

TOTAL \$0.37

Net current billing for this invoice \$472.37ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>Invoice Amt</u>	<u>A/R Balance</u>
514744	07/23/2002	472.37	472.37
		A/R BALANCE	\$472.37

July 23, 2002
Invoice 514744 Page 3

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: ACCOUNTS RECEIVABLE
NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.
P.O. DRAWER 11009
COLUMBIA, SOUTH CAROLINA 29211-2000
TELEPHONE (803) 799-2000

For Services Through 06/29/02

Our Matter # 02399/06049
Aqua-Tech

Fees for Professional Services	\$472.00
Charges for Other Services Provided/Expenses Incurred	\$0.37
Net current billing for this invoice	<u>\$472.37</u>

WIRING INSTRUCTIONS

Account Name: Nelson Mullins Riley & Scarborough, L.L.P.
Columbia Operating Account
ABA#: 053200666
Account #: 04032 24077 01
Bank: National Bank of South Carolina (NBSC), Sumter, SC

<u>ACCOUNTS RECEIVABLE RECAP</u>			
<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>Invoice Amt</u>	<u>A/R Balance</u>
514744	07/23/2002	472.37	472.37
TOTAL A/R BALANCE			\$472.37

NELSON

Nelson Mullins Riley & Scarborough, L.L.P.

MULLINS

NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.

ATTORNEYS AND COUNSELORS AT LAW

TAX ID NO. 57-0215445

POST OFFICE BOX 11070

COLUMBIA, SOUTH CAROLINA 29211

TELEPHONE (803) 799-2000

W. R. Grace & Co.
 ATTN: Lydia Duff, Esq.
 Senior Environmental Counsel
 7500 Grace Drive
 Columbia, MD 21044

July 23, 2002
 Invoice 514744 Page 1

Our Matter #	02399/06049	For Services Through 06/29/02
WR Grace #	001-KL-721490-01-501211	
Name of Matter:	Aqua-Tech	

06/21/02	Review request for status update from Ms. Gardner (0.3); request update (0.2); review file information (0.3); forward response (0.2). B.F. HAWKINS	1.00 hrs.	240.00/hr	\$240.00
06/21/02	Discuss status of cleanup with Attorney Hawkins (0.2); contact EPA (0.1); contact AquaTech PRP committee chairman (0.3); respond with updated information to Attorney Hawkins (0.2). D.M. CLEARY	0.80 hrs.	290.00/hr	\$232.00

Fees for Legal Services.....	\$472.00
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BILLING SUMMARY

	Hours	Rate/Hr	Dollars
B.F. HAWKINS	1.00	240.00	240.00
D.M. CLEARY	0.80	290.00	232.00
TOTAL	1.80	262.22	472.00

CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

06/21/2002	Telephone 1-404-562-8793	0.17
06/21/2002	Telephone 1-404-572-4600	0.20
Total Charges for Other Services Provided/Expenses Incurred		\$0.37

DISBURSEMENT SUMMARY

Description	Dollars
Telephone	0.37

W. R. Grace & Co.

July 23, 2002
Invoice 514744 Page 2

TOTAL \$0.37

Net current billing for this invoice **\$472.37**ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>Invoice Amt</u>	<u>A/R Balance</u>
514744	07/23/2002	472.37	472.37
A/R BALANCE			\$472.37

July 23, 2002
Invoice 514744 Page 3

REMITTANCE COPY

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NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.
P.O. DRAWER 11009
COLUMBIA, SOUTH CAROLINA 29211-2000
TELEPHONE (803) 799-2000

For Services Through 06/29/02

Our Matter # 02399/06049
Aqua-Tech

Fees for Professional Services	\$472.00
Charges for Other Services Provided/Expenses Incurred	\$0.37
Net current billing for this invoice	<u>\$472.37</u>

WIRING INSTRUCTIONS

Account Name: Nelson Mullins Riley & Scarborough, L.L.P.
Columbia Operating Account
ABA#: 053200666
Account #: 04032 24077 01
Bank: National Bank of South Carolina (NBSC), Sumter, SC

ACCOUNTS RECEIVABLE RECAP

Original Invoice Number	Invoice Date	Invoice Amt	A/R Balance
514744	07/23/2002	472.37	472.37
TOTAL A/R BALANCE			\$472.37

NELSON

Nelson Mullins Riley & Scarborough, L.L.P.

MULLINS

NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.

ATTORNEYS AND COUNSELORS AT LAW

TAX ID NO. 57-0215445

POST OFFICE BOX 11070

COLUMBIA, SOUTH CAROLINA 29211

TELEPHONE (803) 799-2000

W. R. Grace & Co.
 ATTN: Robert A. Emmett, Esq.
 Senior Environmental Counsel
 7500 Grace Drive
 Columbia, MD 21044

July 23, 2002
 Invoice 514745 Page 1

Our Matter #	02399/06086	For Services Through 06/29/02
WR Grace #	001-KL-721400-00-800028	
Name of Matter:	Libby Expansion Plants - Wilder, KY	

06/17/02	Review EPA sampling investigation report. D.M. CLEARY	0.30 hrs.	290.00/hr	\$87.00
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Fees for Legal Services.....	\$87.00
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BILLING SUMMARY

	Hours	Rate/Hr	Dollars
D.M. CLEARY	0.30	290.00	87.00
TOTAL	0.30	\$290.00	\$87.00

Net current billing for this invoice	\$87.00
---	----------------

ACCOUNTS RECEIVABLE RECAP

Original Invoice Number	Invoice Date	Invoice Amt	A/R Balance
466661	09/21/2001	5.50	1.10
508366	06/14/2002	58.00	58.00
514745	07/23/2002	87.00	87.00
A/R BALANCE			\$146.10

W. R. Grace & Co.

July 23, 2002
Invoice 514745 Page 2**REMITTANCE COPY**

Please Return With Your Payment To:

ATTN: ACCOUNTS RECEIVABLE
NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.
 P.O. DRAWER 11009
COLUMBIA, SOUTH CAROLINA 29211-2000
 TELEPHONE (803) 799-2000

For Services Through 06/29/02

Our Matter # 02399/06086
 Libby Expansion Plants - Wilder, KY

Fees for Professional Services	\$87.00
Charges for Other Services Provided/Expenses Incurred	\$0.00
Net current billing for this invoice	<u>\$87.00</u>

WIRING INSTRUCTIONS

Account Name: Nelson Mullins Riley & Scarborough, L.L.P.
 Columbia Operating Account
ABA#: 053200666
Account #: 04032 24077 01
Bank: National Bank of South Carolina (NBSC), Sumter, SC

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Original Invoice Number	Invoice Date	Invoice Amt	A/R Balance
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508366	06/14/2002	58.00	58.00
514745	07/23/2002	87.00	87.00
TOTAL A/R BALANCE			\$146.10

NELSON

Nelson Mullins Riley & Scarborough, L.L.P.

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ATTORNEYS AND COUNSELORS AT LAW

TAX ID NO. 57-0215445

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W. R. Grace & Co.
 ATTN: Robert A. Emmett, Esq.
 Senior Environmental Counsel
 7500 Grace Drive
 Columbia, MD 21044

July 23, 2002
 Invoice 514745 Page 1

Our Matter #	02399/06086	For Services Through 06/29/02
WR Grace #	001-KL-721400-00-800028	
Name of Matter:	Libby Expansion Plants - Wilder, KY	

06/17/02	Review EPA sampling investigation report. D.M. CLEARY	0.30 hrs.	290.00/hr	\$87.00
----------	--	-----------	-----------	---------

Fees for Legal Services.....	\$87.00
------------------------------	---------

BILLING SUMMARY

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D.M. CLEARY	0.30	290.00	87.00
TOTAL	0.30	\$290.00	\$87.00

Net current billing for this invoice	<u>\$87.00</u>
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A/R BALANCE			\$146.10

July 23, 2002
Invoice 514745 Page 2

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P.O. DRAWER 11009
COLUMBIA, SOUTH CAROLINA 29211-2000
TELEPHONE (803) 799-2000

For Services Through 06/29/02

Our Matter # 02399/06086
Libby Expansion Plants - Wilder, KY

Fees for Professional Services	\$87.00
Charges for Other Services Provided/Expenses Incurred	\$0.00
Net current billing for this invoice	<u>\$87.00</u>

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Account Name: Nelson Mullins Riley & Scarborough, L.L.P.
Columbia Operating Account
ABA#: 053200666
Account #: 04032 24077 01
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NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.

ATTORNEYS AND COUNSELORS AT LAW

TAX ID NO. 57-0215445

POST OFFICE BOX 11070

COLUMBIA, SOUTH CAROLINA 29211

TELEPHONE (803) 799-2000

W. R. Grace & Co.
 ATTN: Lydia Duff, Esq.
 Senior Environmental Counsel
 7500 Grace Drive
 Columbia, MD 21044

July 23, 2002
 Invoice 514768 Page 1

Our Matter #	02399/06091	For Services Through 06/29/02		
Name of Matter:	Fee Applications			
06/02/02	Review memo on past due fee applications (0.1); memo to K&E counsel on same (0.2); memo to Attorney Hawkins on resolution (0.1). G.B. CAUTHEN	0.40 hrs.	270.00/hr	\$108.00
06/04/02	Follow up on fee application contact at K&E. G.B. CAUTHEN	0.20 hrs.	270.00/hr	\$54.00
06/10/02	Prepare March 2002 fee application documents. K. BROWN	4.00 hrs.	125.00/hr	\$500.00
06/10/02	Prepare February 2002 fee application documents. K. BROWN	4.00 hrs.	125.00/hr	\$500.00
06/10/02	Prepare April 2002 fee application documents. K. BROWN	4.00 hrs.	125.00/hr	\$500.00
06/10/02	E-mail fee applications (February, March and April 2002) documents to Attorney Cleary for his review. K. BROWN	0.40 hrs.	125.00/hr	\$50.00
06/12/02	Discussion with Mr. Steirer, Auditor regarding information necessary for auditor's quarterly report (0.3); follow up with Paralegal Brown (0.5). D.M. CLEARY	0.80 hrs.	290.00/hr	\$232.00
06/13/02	Assist on fee application issue. G.B. CAUTHEN	0.10 hrs.	270.00/hr	\$27.00
06/13/02	Discussion with Mr. Steirer of WHSmith regarding status of electronic files. D.M. CLEARY	0.30 hrs.	290.00/hr	\$87.00
06/13/02	Revised quarterly and interim fee applications and distribute to Mr. Carickhoff and Mr. Smith. K. BROWN	0.70 hrs.	125.00/hr	\$87.50
06/13/02	Meet with Attorney Cleary for his review of the quarterly and interim fee applications. K. BROWN	0.50 hrs.	125.00/hr	\$62.50
06/14/02	Compile and draft April 2002 fee application.			

W. R. Grace & Co.

July 23, 2002
Invoice 514768 Page 2

	K. BROWN	2.80 hrs.	125.00/hr	\$350.00
06/14/02	Compile and draft September 2001 fee application. K. BROWN	3.70 hrs.	125.00/hr	\$462.50
06/16/02	Assist on fee application issues. G.B. CAUTHEN	0.20 hrs.	270.00/hr	\$54.00
06/16/02	Review and edit April 2002 fee application. K. BROWN	1.00 hrs.	125.00/hr	\$125.00
06/16/02	Review and edit September 2001 fee application documents. K. BROWN	1.00 hrs.	125.00/hr	\$125.00
06/17/02	Review Grace notice of bankruptcy claims bar date; e-mail Ms. Duff and Mr. Emmett regarding sites which might require notification; review e-mails and data responding to inquiry. D.M. CLEARY	0.60 hrs.	290.00/hr	\$174.00
06/17/02	Review and submit fee applications for September 2001 and April 2002 to local counsel. D.M. CLEARY	0.80 hrs.	290.00/hr	\$232.00
06/17/02	Meet with Attorneys Cleary for his review of fee applications documents. K. BROWN	0.90 hrs.	125.00/hr	\$112.50
06/17/02	E-mail final September 2001 and April 2002 fee application documents to Mr. Carickhoff, Ms. Cuniff, and Attorney Cleary. K. BROWN	0.50 hrs.	125.00/hr	\$62.50
06/23/02	Prepare May 2002 fee application documents. K. BROWN	4.00 hrs.	125.00/hr	\$500.00
06/24/02	Telephone conversation with Attorney Cleary regarding the final May 2002 fee application documents (0.3); continue to prepare documents for the Second and Third Quarterly Fee Application filings (2.0). K. BROWN	2.30 hrs.	125.00/hr	\$287.50
06/24/02	Meet with Administrative Assistant Swider to discuss distribution of May 2002 invoices and May 2002 fee application once final to Ms. Duff, Mr. Emmett and Mr. Carickhoff. K. BROWN	0.30 hrs.	125.00/hr	\$37.50
06/24/02	Prepare draft documents for Second Quarterly Fee Application for the period July 19, 2001 through September 30, 2001. K. BROWN	1.70 hrs.	125.00/hr	\$212.50
06/24/02	Prepare e-mail correspondence containing the May 2002 fee application documents and e-mail to Attorney Cleary for his review. K. BROWN	0.30 hrs.	125.00/hr	\$37.50
06/24/02	Review and edit draft May 2002 fee application documents. K. BROWN	2.20 hrs.	125.00/hr	\$275.00
06/28/02	Review questions concerning Fourth Quarterly Statement (0.3); review preparation of response with instructions on same to Attorney Cleary and Attorney Carlisle (0.3). B.F. HAWKINS	0.60 hrs.	240.00/hr	\$144.00

July 23, 2002

Invoice 514768 Page 3

06/28/02 Respond to calls regarding audit report (0.3); search for audit report (0.2); e-mail WHSmith that audit report was not received (0.2); review audit report and commence preparation of response (0.8).
D.M. CLEARY 1.50 hrs. 290.00/hr \$435.00

Fees for Legal Services..... \$5,834.50

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
B.F. HAWKINS	0.60	240.00	144.00
D.M. CLEARY	4.00	290.00	1,160.00
G.B. CAUTHEN	0.90	270.00	243.00
K. BROWN	34.30	125.00	4,287.50
TOTAL	39.80	146.60	5,834.50

CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

06/13/2002	Photocopies 108 Page(s)	5.40
06/13/2002	Photocopies 188 Page(s)	9.40
06/13/2002	Photocopies 320 Page(s)	16.00
06/14/2002	Photocopies 2 Page(s)	0.10
06/25/2002	Photocopies 14 Page(s)	0.70
06/25/2002	Postage	0.34
Total Charges for Other Services Provided/Expenses Incurred		\$31.94

DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
Photocopies	31.60
Postage	0.34
TOTAL	\$31.94

Net current billing for this invoice \$5,866.44

ACCOUNTS RECEIVABLE RECAP

Original Invoice Number	Invoice Date	Invoice Amt	A/R Balance
514768	07/23/2002	5,866.44	5,866.44
		A/R BALANCE	\$5,866.44

W. R. Grace & Co.

July 23, 2002
Invoice 514768 Page 4**REMITTANCE COPY**

Please Return With Your Payment To:

ATTN: ACCOUNTS RECEIVABLE
NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.
 P.O. DRAWER 11009
COLUMBIA, SOUTH CAROLINA 29211-2000
 TELEPHONE (803) 799-2000

For Services Through 06/29/02

Our Matter # 02399/06091
 Fee Applications

Fees for Professional Services	\$5,834.50
Charges for Other Services Provided/Expenses Incurred	\$31.94

Net current billing for this invoice **\$5,866.44**

WIRING INSTRUCTIONS

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 Columbia Operating Account
ABA#: 053200666
Account #: 04032 24077 01
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ACCOUNTS RECEIVABLE RECAP

Original Invoice Number	Invoice Date	Invoice Amt	A/R Balance
514768	07/23/2002	5,866.44	5,866.44
TOTAL A/R BALANCE			\$5,866.44

NELSON

Nelson Mullins Riley & Scarborough, L.L.P.

MULLINS

NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.

ATTORNEYS AND COUNSELORS AT LAW

TAX ID NO. 57-0215445

Post Office Box 11070

COLUMBIA, SOUTH CAROLINA 29211

TELEPHONE (803) 799-2000

W. R. Grace & Co.
 ATTN: Lydia Duff, Esq.
 Senior Environmental Counsel
 7500 Grace Drive
 Columbia, MD 21044

July 23, 2002
 Invoice 514768 Page 1

Our Matter # Name of Matter:	02399/06091 Fee Applications	For Services Through 06/29/02		
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W. R. Grace & Co.

July 23, 2002
Invoice 514768 Page 2

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Invoice 514768 Page 3

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ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>Invoice Amt</u>	<u>A/R Balance</u>
514768	07/23/2002	5,866.44	5,866.44
		A/R BALANCE	\$5,866.44

July 23, 2002
Invoice 514768 Page 4

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P.O. DRAWER 11009
COLUMBIA, SOUTH CAROLINA 29211-2000
TELEPHONE (803) 799-2000

For Services Through 06/29/02

Our Matter # 02399/06091
Fee Applications

Fees for Professional Services	\$5,834.50
Charges for Other Services Provided/Expenses Incurred	\$31.94
Net current billing for this invoice	<u>\$5,866.44</u>

WIRING INSTRUCTIONS

Account Name: Nelson Mullins Riley & Scarborough, L.L.P.
Columbia Operating Account
ABA#: 053200666
Account #: 04032 24077 01
Bank: National Bank of South Carolina (NBSC), Sumter, SC

<u>ACCOUNTS RECEIVABLE RECAP</u>			
<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>Invoice Amt</u>	<u>A/R Balance</u>
514768	07/23/2002	5,866.44	5,866.44
TOTAL A/R BALANCE			\$5,866.44

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
W. R. GRACE & CO., et al.¹)
Debtors.) Case No. 01-01139(JKF)
) (Jointly Administered)
)
)

VERIFICATION

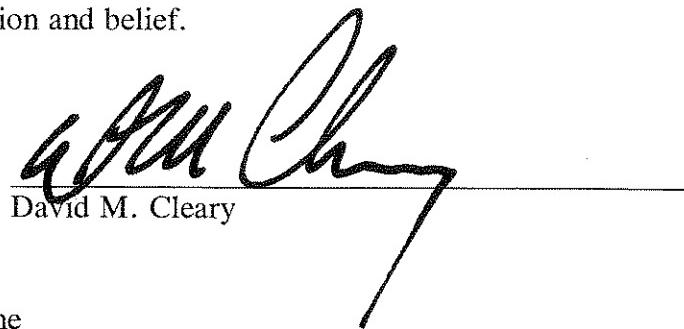
David M. Cleary, after being duly sworn according to law, deposes and says as follows:

1. I am a partner with the applicant firm, Nelson Mullins Riley & Scarborough, L.L.P and I am a member in good standing of the bars of the State of South Carolina and the State of New York.
2. I have personally performed certain of, and overseen the legal services rendered by Nelson Mullins Riley & Scarborough, LLP as special litigation and environmental

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc., Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cumming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

counsel to the Debtors and am thoroughly familiar with all other work performed on behalf of the Debtors by the lawyers and other persons in the firm.

3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information and belief.



David M. Cleary

SWORN to and subscribed before me

this 9th day of Aug, 2002

Maxine Idane (L.S.)
Notary Public for South Carolina

My Commission Expires: 1-32-2007